



Entered on Docket
August 23, 2011

A handwritten signature in black ink, appearing to read "R. B." followed by a stylized signature.

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR
Chapter 11

**Order Sustaining Third Omnibus
Objection Of USACM Trust To Proofs Of
Claim Based In Whole or In Part Upon
Investment In The Harbor Georgetown
Loan**

Hearing Date: July 26, 2011
Hearing Time: 1:30 p.m.

The Court having considered the "Third Omnibus Objection Of USACM Trust To Proofs Of Claim Based In Whole or In Part Upon Investment in The Harbor Georgetown Loan." ("Harbor Georgetown Loan") [DE 8494] (the "Objection"); the Court having heard the Objection on July 26, 2011; appropriate notice of the Objection having been given; no response to the Objection having been filed, the Court noting on the record that the disallowance of the Claims listed on Exhibit A does not affect the direct lenders' right to

1 repayment by the borrower or from the collateral securing the Harbor Georgetown Loan;
2 and good cause appearing:

3 **IT IS ORDERED** that:

4 1. The Objection [DE 8494] is sustained; and
5 2. The claims listed on **Exhibit A** attached, are disallowed to the extent those
6 claims are based upon an investment in the Harbor Georgetown Loan.

7 PREPARED AND RESPECTFULLY SUBMITTED BY:

8 **LEWIS AND ROCA LLP**

9
10 By /s/ John Hinderaker
11 Robert M. Charles, Jr.
12 John Hinderaker (*pro hac vice*)
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18 *Attorneys for USACM Liquidating Trust*
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LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

This Court has waived the requirement set forth in LR 9021(b)(1).

xxx No party appeared at the hearing or filed an objection to the motion.

I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

| | |
|---|---|
| U.S. Trustee: _____ | |
| <input type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapproved the form of this order |
| <input checked="" type="checkbox"/> waived the right to review the order and/or | <input type="checkbox"/> failed to respond to the document |
| Other Party: _____ | |
| <input type="checkbox"/> approved the form of this order | <input type="checkbox"/> disapproved the form of this order |
| <input type="checkbox"/> waived the right to review the order and/or | <input type="checkbox"/> failed to respond to the document |

Submitted by:

LEWIS AND ROCA LLP

By: /s/ John Hinderaker.

Attorneys for USACM Liquidating Trust

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**USACM Trust
Harbor Georgetown Loan
Multiple Loan Claims**

| Claim | Date Claim was Filed | Name | Address | Total Claim Amount Relating to the Harbor Georgetown, LLC Loan | Approximate Amount Subject to Objection Because it Relates to an Investment In the Harbor Georgetown, LLC Loan |
|-------------|----------------------|---|--|--|--|
| 10725-02099 | 1/11/2007 | Janis Living Trust Dtd 2/3/99, Janice | C/O Janice Janis Tee 406 Pearl St Boulder, CO 80302-4931 | 405,912.48 | 50,000.00 |
| 10725-00853 | 11/13/2006 | Mallin Family Trust Dated 7/12/99 | C/O Joe Laxague, Esq. 3272 E Warm Springs Road Las Vegas, NV 89120 | 233,333.33 | 50,000.00 |
| 10725-02202 | 1/10/2007 | Marguerite Falkenborg 2000 Trust Dtd 6/20/00 | C/O Marguerite Falkenborg Trustee 727 3rd Ave Chula Vista, CA 91910-5803 | 794,366.81 | 106,349.64 |
| 10725-02173 | 1/12/2007 | Marshal Brecht Trust Dtd 2/5/86 | Marshall J & Janet L Brecht Trustees 640 Colonial CIR Fullerton, CA 92835 | 3,418,022.00 | 50,000.00 |
| 10725-02144 | 1/11/2007 | Michael S Freedus DDS PC Defined Benefit Pension P | 2535 Lake Rd Delanson, NY 12053 | 502,741.84 | 75,000.00 |
| 10725-01203 | 11/10/2006 | Monighetti, Pete | 6515 Frankie Ln Prunedale, CA 93907 | 1,509,963.55 | 50,000.00 |
| 10725-00854 | 11/13/2006 | Motto, George J | Joe Laxague Esq Cane Clark LLP 3272 E Warm Springs Las Vegas, NV 89120 | 550,000.00 | 50,000.00 |
| 10725-02082 | 1/11/2007 | Oster, Paul | Po Box 2618 Mammoth Lakes, CA 93546 | 308,164.00 | 51,676.00 |
| 10725-01032 | 11/6/2006 | Perrone, Nicholas | 5112 San Anselmo St Las Vegas, NV 89120 | 736,089.00 | 200,000.00 |

EXHIBIT A

2405447.1

**USACM Trust
Harbor Georgetown Loan
Multiple Loan Claims**

| Claim | Date Claim was Filed | Name | Address | Total Claim Amount Relating to the Harbor Georgetown, LLC Loan | Approximate Amount Subject to Objection Because it Relates to an Investment In the Harbor Georgetown, LLC Loan |
|-------------|----------------------|---------------------------------------|--|--|--|
| 10725-02176 | 1/12/2007 | R L Allgeier Family Trust Dtd 10/4/97 | Robert Allgeier 1767 Shamrock CIR Minden, NV 89423 | 430,473.09 | 100,000.00 |

EXHIBIT A

2405447.1